



QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2014

OF THE CONDITION AND AFFAIRS OF THE

Martin's Point Generations, LLC

NAIC Group Code 0000 , NAIC Company Code 12545 Employer's ID Number 20-4505084

(Current Period)

(Prior Period)

Organized under the Laws of Maine , State of Domicile or Port of Entry Maine

Country of Domicile US

Licensed as business type:

Life, Accident and Health [ ] Property/Casualty [ ] Hospital, Medical and Dental Service or Indemnity [ ]  
Dental Service Corporation [ ] Vision Service Corporation [ ] Other [ ]  
Health Maintenance Organization [ X ] Is HMO Federally Qualified? Yes (X) No ( )

Incorporated/Organized January 11, 2006 Commenced Business January 1, 2007

Statutory Home Office 331 Veranda Street, Portland, Maine, US 04103  
(Street and Number, City or Town, State, Country and Zip Code)

Main Administrative Office 331 Veranda Street, Portland, Maine, US 04103 207-774-5801  
(Street and Number, City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address PO Box 9746, Portland, Maine, US 04104-5040  
(Street and Number or P. O. Box, City or Town, State, Country and Zip Code)

Primary Location of Books and Records 27 Northport Drive, Portland, Maine, US 04103  
(Street and Number, City or Town, State, Country and Zip Code)  
207-253-6224  
(Area Code) (Telephone Number)

Internet Website Address www.martinspoint.org

Statutory Statement Contact Charles Nicholas Hاديaris 207-253-6224  
(Name) (Area Code) (Telephone Number) (Extension)  
charles.hadiaris@martinspoint.org 207-253-6227  
(E-Mail Address) (Fax Number)

OFFICERS

David Hermon Howes, MD (Chief Executive Officer) Dale Hansen Bradford (Chief Business and Financial Officer)  
Lawrence Doran Henry (Chief Operating Officer) Sandra Lynn Monfiletto (Organizational Effectiveness Officer)

OTHER OFFICERS

Jonathan Easton Harvey, MD (Chief Medical Officer)  
Daniel Bruce Chojnowski (Vice President of Finance)

DIRECTORS OR TRUSTEES

Warren Deems Alpern, MD, Chair#  
Robert Adair Moore, Vice Chair/Secetary#  
Edward Charles Dupont, Jr, Treasurer  
David Hermon Howes, MD, President#  
Marylou Buyse, MD  
Raymond Eldon Durkee  
Daniel Kent Onion, MD  
Ronald Fitzjohn Dixon, MD  
James Alexander Hester, Jr, PhD  
Michael Eric Thomas  
George Nelson Campbell, Jr

State of Maine }  
County of Cumberland } SS

The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

David Hermon Howes, MD  
CEO

Dale Hansen Bradford  
Chief Business and Financial Officer

Subscribed and sworn to before me this  
day of

a. Is this an original filing? Yes (X) No ( )

b. If no: 1. State the amendment number

2. Date filed

3. Number of pages attached

ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Col. 1 minus Col. 2)	Prior Year Net Admitted Assets
1. Bonds .....	19,842,924		19,842,924	
2. Stocks:				
2.1 Preferred stocks .....				
2.2 Common stocks .....	9,095,833		9,095,833	
3. Mortgage loans on real estate:				
3.1 First liens .....				
3.2 Other than first liens .....				
4. Real estate:				
4.1 Properties occupied by the company (less \$ ..... encumbrances) .....				
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....				
4.3 Properties held for sale (less \$ ..... encumbrances) .....				
5. Cash (\$ ..... 14,129,433 ), cash equivalents (\$ ..... ) and short-term investments (\$ ..... 22,323,687 ) .....	36,453,121		36,453,121	36,570,080
6. Contract loans (including \$ ..... premium notes) .....				
7. Derivatives .....				
8. Other invested assets .....				
9. Receivables for securities .....				
10. Securities lending reinvested collateral assets .....				
11. Aggregate write-ins for invested assets .....				
12. Subtotals, cash and invested assets (Line 1 through Line 11) .....	65,391,878		65,391,878	36,570,080
13. Title plants less \$ ..... charged off (for Title insurers only) .....				
14. Investment income due and accrued .....				
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	349,995	67,116	282,879	208,695
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....				
15.3 Accrued retrospective premiums .....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....				
16.2 Funds held by or deposited with reinsured companies .....				
16.3 Other amounts receivable under reinsurance contracts .....				
17. Amounts receivable relating to uninsured plans .....				
18.1 Current federal and foreign income tax recoverable and interest thereon .....				
18.2 Net deferred tax asset .....				
19. Guaranty funds receivable or on deposit .....				
20. Electronic data processing equipment and software .....				
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....				
22. Net adjustment in assets and liabilities due to foreign exchange rates .....				
23. Receivables from parent, subsidiaries and affiliates .....				
24. Health care (\$ ..... 5,911,410 ) and other amounts receivable .....	10,710,861	4,719,451	5,991,410	3,867,290
25. Aggregate write-ins for other-than-invested assets .....				
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Line 12 to Line 25) .....	76,452,734	4,786,567	71,666,167	40,646,065
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....				
28. Totals (Line 26 and Line 27) .....	76,452,734	4,786,567	71,666,167	40,646,065
DETAILS OF WRITE-INS				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....				
1199. Totals (Line 1101 through Line 1103 plus Line 1198) (Line 11 above) .....				
2501. ....				
2502. ....				
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....				
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above) .....				

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1	2	3	4
	Covered	Uncovered	Total	Total
1. Claims unpaid (less \$ ..... reinsurance ceded) .....	23,784,394		23,784,394	20,029,104
2. Accrued medical incentive pool and bonus amounts .....	923,791		923,791	611,224
3. Unpaid claims adjustment expenses .....	592,119		592,119	661,048
4. Aggregate health policy reserves , including the liability of \$ ..... for medical loss ratio rebate per the Public Health Service Act .....	2,580,800		2,580,800	
5. Aggregate life policy reserves .....				
6. Property/casualty unearned premium reserve .....				
7. Aggregate health claim reserves .....				
8. Premiums received in advance .....	212,447		212,447	299,552
9. General expenses due or accrued .....	445,730		445,730	542,279
10.1 Current federal and foreign income tax payable and interest thereon (including \$ ..... on realized gains (losses) ) .....				
10.2 Net deferred tax liability .....				
11. Ceded reinsurance premiums payable .....				
12. Amounts withheld or retained for the account of others .....	1,479,758		1,479,758	404,595
13. Remittances and items not allocated .....				
14. Borrowed money (including \$ ..... current) and interest thereon \$ ..... (including \$ ..... current) .....				
15. Amounts due to parent , subsidiaries and affiliates .....	37,078		37,078	391,418
16. Derivatives .....				
17. Payable for securities .....	20,786,822		20,786,822	
18. Payable for securities lending .....				
19. Funds held under reinsurance treaties (with \$ ..... authorized reinsurers, \$ ..... unauthorized reinsurers and \$ ..... certified reinsurers) .....				
20. Reinsurance in unauthorized and certified ( \$ ..... ) companies .....				
21. Net adjustments in assets and liabilities due to foreign exchange rates .....				
22. Liability for amounts held under uninsured plans .....				
23. Aggregate write-ins for other liabilities (including \$ ..... current) .....				
24. Total liabilities (Line 1 to Line 23) .....	50,842,939		50,842,939	22,939,220
25. Aggregate write-ins for special surplus funds .....	X X X	X X X		
26. Common capital stock .....	X X X	X X X		
27. Preferred capital stock .....	X X X	X X X		
28. Gross paid in and contributed surplus .....	X X X	X X X	78,500,000	59,500,000
29. Surplus notes .....	X X X	X X X		
30. Aggregate write-ins for other-than-special surplus funds .....	X X X	X X X		
31. Unassigned funds (surplus) .....	X X X	X X X	(57,676,772)	(41,793,155)
32. Less treasury stock, at cost:				
32.1 ..... shares common (value included in Line 26 \$ ..... ) .....	X X X	X X X		
32.2 ..... shares preferred (value included in Line 27 \$ ..... ) .....	X X X	X X X		
33. Total capital and surplus (Line 25 to Line 31 minus Line 32) .....	X X X	X X X	20,823,228	17,706,845
34. Total Liabilities, capital and surplus (Line 24 and Line 33) .....	X X X	X X X	71,666,167	40,646,065
DETAILS OF WRITE-INS				
2301. ....				
2302. ....				
2303. ....				
2398. Summary of remaining write-ins for Line 23 from overflow page .....				
2399. Totals (Line 2301 through Line 2303 plus Line 2398) (Line 23 above) .....				
2501. ....	X X X	X X X		
2502. ....	X X X	X X X		
2503. ....	X X X	X X X		
2598. Summary of remaining write-ins for Line 25 from overflow page .....	X X X	X X X		
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above) .....	X X X	X X X		
3001. ....	X X X	X X X		
3002. ....	X X X	X X X		
3003. ....	X X X	X X X		
3098. Summary of remaining write-ins for Line 30 from overflow page .....	X X X	X X X		
3099. Totals (Line 3001 through Line 3003 plus Line 3098) (Line 30 above) .....	X X X	X X X		

STATEMENT OF REVENUE AND EXPENSES

	Current Year to Date		Prior Year to Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months .....	X X X	267,008	206,036	279,620
2. Net premium income (including \$ ..... non-health premium income) .....	X X X	170,096,183	127,969,375	170,967,988
3. Change in unearned premium reserves and reserve for rate credits .....	X X X			
4. Fee-for-service (net of \$ ..... medical expenses) .....	X X X			
5. Risk revenue .....	X X X			
6. Aggregate write-ins for other health care related revenues .....	X X X			
7. Aggregate write-ins for other non-health revenues .....	X X X			
8. Total revenues (Line 2 to Line 7) .....	X X X	170,096,183	127,969,375	170,967,988
<b>Hospital and Medical:</b>				
9. Hospital/medical benefits .....		136,986,992	100,177,044	136,201,357
10. Other professional services .....				
11. Outside referrals .....				
12. Emergency room and out-of-area .....				
13. Prescription drugs .....		26,613,466	18,776,775	24,502,603
14. Aggregate write-ins for other hospital and medical .....				
15. Incentive pool, withhold adjustments and bonus amounts .....		1,303,616	950,676	1,178,300
16. Subtotal (Line 9 to Line 15) .....		164,904,074	119,904,495	161,882,260
<b>Less:</b>				
17. Net reinsurance recoveries .....				
18. Total hospital and medical (Line 16 minus Line 17) .....		164,904,074	119,904,495	161,882,260
19. Non-health claims (net) .....				
20. Claims adjustment expenses, including \$ ..... 1,552,253 cost containment expenses .....		2,846,670	2,303,067	3,259,324
21. General administrative expenses .....		13,390,638	11,765,550	16,583,486
22. Increase in reserves for life and accident and health contracts (including \$ ..... increase in reserves for life only) .....		2,580,800		
23. Total underwriting deductions (Line 18 through Line 22) .....		183,722,182	133,973,112	181,725,070
24. Net underwriting gain or (loss) (Line 8 minus Line 23) .....	X X X	(13,625,999)	(6,003,737)	(10,757,082)
25. Net investment income earned .....		49,151	23,770	27,575
26. Net realized capital gains (losses) less capital gains tax of \$ .....				
27. Net investment gains (losses) (Line 25 plus Line 26) .....		49,151	23,770	27,575
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ ..... ) (amount charged off \$ ..... )] .....				
29. Aggregate write-ins for other income or expenses .....				
30. Net income or (loss) after capital gains tax and before all other federal income taxes .....	X X X	(13,576,848)	(5,979,967)	(10,729,507)
(Line 24 plus Line 27 plus Line 28 plus Line 29) .....				
31. Federal and foreign income taxes incurred .....	X X X			
32. Net income (loss) (Line 30 minus Line 31) .....	X X X	(13,576,848)	(5,979,967)	(10,729,507)
<b>DETAILS OF WRITE-INS</b>				
0601. ....	X X X			
0602. ....	X X X			
0603. ....	X X X			
0698. Summary of remaining write-ins for Line 6 from overflow page .....	X X X			
0699. Totals (Line 0601 through Line 0603 plus Line 0698) (Line 6 above) .....	X X X			
0701. ....	X X X			
0702. ....	X X X			
0703. ....	X X X			
0798. Summary of remaining write-ins for Line 7 from overflow page .....	X X X			
0799. Totals (Line 0701 through Line 0703 plus Line 0798) (Line 7 above) .....	X X X			
1401. ....				
1402. ....				
1403. ....				
1498. Summary of remaining write-ins for Line 14 from overflow page .....				
1499. Totals (Line 1401 through Line 1403 plus Line 1498) (Line 14 above) .....				
2901. ....				
2902. ....				
2903. ....				
2998. Summary of remaining write-ins for Line 29 from overflow page .....				
2999. Totals (Line 2901 through Line 2903 plus Line 2998) (Line 29 above) .....				



STATEMENT OF REVENUE AND EXPENSES (continued)

CAPITAL AND SURPLUS ACCOUNT	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
33. Capital and surplus prior reporting year .....	17,706,845	13,896,217	13,896,217
34. Net income or (loss) from Line 32 .....	(13,576,848)	(5,979,967)	(10,729,507)
35. Change in valuation basis of aggregate policy and claims reserves .....			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ .....	(369,066)		
37. Change in net unrealized foreign exchange capital gain or (loss) .....			
38. Change in net deferred income tax .....			
39. Change in nonadmitted assets .....	(1,937,703)	(762,200)	(1,459,865)
40. Change in unauthorized and certified reinsurance .....			
41. Change in treasury stock .....			
42. Change in surplus notes .....			
43. Cumulative effect of changes in accounting principles .....			
44. Capital Changes:			
44.1 Paid in .....	19,000,000	8,500,000	16,000,000
44.2 Transferred from surplus (Stock Dividend) .....			
44.3 Transferred to surplus .....			
45. Surplus adjustments:			
45.1 Paid in .....			
45.2 Transferred to capital (Stock Dividend) .....			
45.3 Tranferred from capital .....			
46. Dividends to stockholders .....			
47. Aggregate write-ins for gains or (losses) in surplus .....			
48. Net change in capital and surplus (Line 34 to Line 47) .....	3,116,383	1,757,833	3,810,628
49. Capital and surplus end of reporting period (Line 33 plus Line 48) .....	20,823,228	15,654,050	17,706,845
DETAILS OF WRITE-INS			
4701. ....			
4702. ....			
4703. ....			
4798. Summary of remaining write-ins for Line 47 from overflow page .....			
4799. Totals (Line 4701 through Line 4703 plus Line 4798) (Line 47 above) .....			

CASH FLOW

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	172,563,700	128,127,838	171,117,685
2. Net investment income	49,151	23,770	27,575
3. Miscellaneous income	(4,109,829)	(925,425)	(893,979)
4. Total (Line 1 through Line 3)	168,503,022	127,226,183	170,251,281
5. Benefit and loss related payments	163,417,017	116,335,494	157,392,150
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	16,402,786	14,018,869	19,519,005
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)			
10. Total (Line 5 through Line 9)	179,819,803	130,354,363	176,911,155
11. Net cash from operations (Line 4 minus Line 10)	(11,316,781)	(3,128,180)	(6,659,874)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds			
12.2 Stocks			
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalants and short-term investments			
12.7 Miscellaneous proceeds	20,786,822		
12.8 Total investment proceeds (Line 12.1 through Line 12.7)	20,786,822		
13. Cost of investments acquired (long-term only):			
13.1 Bonds	29,204,296		
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications	103,527		
13.7 Total investments acquired (Line 13.1 through Line 13.6)	29,307,823		
14. Net increase or (decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(8,521,001)		
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock	19,000,000	8,500,000	16,000,000
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	720,823	983,558	295,401
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	19,720,823	9,483,558	16,295,401
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	(116,959)	6,355,378	9,635,527
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	36,570,080	26,934,553	26,934,553
19.2 End of period (Line 18 plus Line 19.1)	36,453,121	33,289,931	36,570,080

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0001			
20.0002			
20.0003			
20.0004			
20.0005			
20.0006			
20.0007			
20.0008			
20.0009			
20.0010			

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1  Total	Comprehensive (Hospital and Medical)		4  Medicare Supplement	5  Vision Only	6  Dental Only	7  Federal Employees Health Benefits Plan	8  Title XVIII Medicare	9  Title XIX Medicaid	10  Other
		2  Individual	3  Group							
Total Members at end of:										
1. Prior Year .....	24,770							24,770		
2. First Quarter .....	29,087							29,087		
3. Second Quarter .....	29,884							29,884		
4. Third Quarter .....	30,815							30,815		
5. Current Year .....										
6. Current Year Member Months .....	267,008							267,008		
Total Member Ambulatory Encounters for Period:										
7. Physician .....	347,010							347,010		
8. Non-Physician .....	97,530							97,530		
9. Total .....	444,540							444,540		
10. Hospital Patient Days Incurred .....	15,154							15,154		
11. Number of Inpatient Admissions .....	3,292							3,292		
12. Health Premiums Written (a) .....	170,096,183							170,096,183		
13. Life Premiums Direct .....										
14. Property/Casualty Premiums Written .....										
15. Health Premiums Earned .....	170,096,183							170,096,183		
16. Property/Casualty Premiums Earned .....										
17. Amount Paid for Provision of Health Care Services .....	160,836,217							160,836,217		
18. Amount Incurred for Provision of Health Care Services .....	164,904,074							164,904,074		

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ ..... 170,096,183

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
0399999 - Aggregate accounts not individually listed-covered .....	1,992,909					1,992,909
0499999 - Subtotals .....	1,992,909					1,992,909
0599999 - Unreported claims and other claim reserves .....						21,791,485
0799999 - Total claims unpaid .....						23,784,394
0899999 - Accrued medical incentive pool and bonus amounts .....						923,791

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5  Claims Incurred in Prior Years (Columns 1 plus 3)	6  Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1  On Claims Incurred Prior to January 1 of Current Year	2  On Claims Incurred During the Year	3  On Claims Unpaid December 31 of Prior Year	4  On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) .....						
2. Medicare Supplement .....						
3. Dental only .....						
4. Vision only .....						
5. Federal Employees Health Benefits Plan .....						
6. Title XVIII - Medicare .....	16,099,398	145,284,117	24,388	23,760,006	16,123,786	20,029,104
7. Title XIX - Medicaid .....						
8. Other health .....						
9. Health subtotal (Line 1 to Line 8) .....	16,099,398	145,284,117	24,388	23,760,006	16,123,786	20,029,104
10. Health care receivables (a) .....		1,533,256				
11. Other non-health .....						
12. Medical incentive pools and bonus amounts .....	305,600	680,358		923,791	305,600	611,224
13. Totals (Line 9 minus Line 10 plus Line 11 plus Line 12) .....	16,404,998	144,431,219	24,388	24,683,797	16,429,386	20,640,328

(a) Excludes \$ .....loans or advances to providers not yet expensed.

## NOTES TO FINANCIAL STATEMENTS

---

**1. Summary of Significant Accounting Policies**

**A. Accounting Practices:** No change

**B. Use of Estimates in the Preparation of the Financial Statements:** No change

**C. Accounting Policies:**

In 2014 the Company invested in mutual funds and bonds.

(1) Short-term money market mutual funds are stated at market value and short-term bonds are stated at amortized cost.

(2) Bonds are stated at amortized cost.

(3) Common stocks are stated at market value.

Starting in 2014

(10) The Company has included a Premium Deficiency Reserve.

**2. Accounting Changes and Corrections of Errors:** No changes or corrections

**3. Business Combinations and Goodwill:** Not applicable

**4. Discontinued Operations:** Not applicable

**5. Investments:** No change

**6. Joint Ventures, Partnerships and Limited Liability Companies:** Not applicable

**7. Investment Income:** No change

**8. Derivative Instruments:** Not applicable

**9. Income Taxes:** Not applicable

**10. Information Concerning Parent, Subsidiaries and Affiliates:** No change

**11. Debt:** Not applicable

**12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans:** No change

**13. Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations:** Not applicable

**14. Contingencies:** No change

**15. Leases:** Not applicable

**16. Information About Financial Instruments With Off-Balance Sheet Risk And Financial Instruments With Concentrations of Credit Risk:** No change

**17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**

NOTES TO FINANCIAL STATEMENTS

- A. Transfers of receivables reported as Sales: Not Applicable
- B. Transfer and Servicing of Financial Assets: Not applicable
- C. Wash Sales: The Company had no Wash Sales during the period.

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans: Not applicable

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators: Not applicable

20. Fair Value Measurements  
A. (1)

Fair Value Measurements at Reporting Date				
1	2	3	4	5
Description	(Level 1)	(Level 2)	(Level 3)	Total
Assets at fair value				
Bonds				
U. S. Governments	11,062,052			11,062,052
Industrial and Misc	5,822,378			5,822,378
Special Rev. /Assess. Oblig.	2,345,332			2,345,332
All Other Governments	609,270			609,270
Parent, Subsidiaries and Affiliates				
Total Bonds	19,839,032			19,839,032
Common Stock				
Industrial and Misc	9,095,833			9,095,833
Parent, Subsidiaries and Affiliates				
Total Common Stock	9,095,833			9,095,833
Seperate account assets				
Total assets at fair value				
20A1A99 - Assets at fair value	28,934,865			28,934,865
Liabilities at fair value				
Liabilities at fair value				
Derivative Liabilities				
20A1B99 - Liabilities at fair value				

21. Other Items: No change
22. Events Subsequent: There were no events occuring subsequent to September 30, 2014 requiring disclosure.
23. Reinsurance: No change
24. Retrospectively Rated Contracts & Contracts Subject to Redetermination: Not applicable
25. Change in Incurred Claims and Claim Adjustment Expenses:

Reserves as of December 31, 2013 were \$20,690,152. As of September 30, 2014 \$15,199,813 has been paid for incurred claims and claims adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$24,995 as a result of re-estimation of unpaid claims and claims adjustment expenses. Therefore, there has been a \$5,465,344 favorable prior-year development since December 31, 2013 to September 30, 2014. The decrease is generally a result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

NOTES TO FINANCIAL STATEMENTS

---

26. **Intercompany Pooling arrangements:** Not Applicable

27. **Structured Settlements:** Not applicable

28. **Health Care Receivables:** No change

29. **Participating Policies:** Not applicable

30. **Premium Deficiency Reserves:**

1. Liability carried for premium deficiency reserves	\$2,580,800
2. Date of the most recent evaluation of this liability	September 30, 2014
3. Was anticipated investment income utilized in the calculation?	No

31. **Anticipated Salvage and Subrogation:** No change



GENERAL INTERROGATORIES  
PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes ( ) No (X)
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes ( ) No ( )
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes (X) No ( )
- 2.2

If yes, date of change:

04/16/2014
- 3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?

Yes (X) No ( )
- If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes ( ) No (X)
- 3.3

If the response to 3.2 is yes, provide a brief description of those changes.  
.....
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes ( ) No (X)
- 4.2

If the response to 4.1 is yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile
---------------------	------------------------	------------------------

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?

Yes ( ) No ( ) N/A (X)
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2011
- 6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2011
- 6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

12/07/2012
- 6.4

By what department or departments?  
  
State of Maine, Bureau of Insurance
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes ( ) No ( ) N/A (X)
- 6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes ( ) No ( ) N/A (X)
- 7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes ( ) No (X)
- 7.2

If yes, give full information  
  
.....
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes ( ) No (X)
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.  
  
.....
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes ( ) No (X)
- 8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
---------------------	-----------------------------	----------	----------	-----------	----------

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?  
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
(c) Compliance with applicable governmental laws, rules and regulations;  
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
(e) Accountability for adherence to the code.

Yes (X) No ( )
- 9.11

If the response to 9.1 is No, please explain:  
  
.....  
.....
- 9.2

Has the code of ethics for senior managers been amended?

Yes ( ) No (X)
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).  
  
.....  
.....
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes ( ) No (X)
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).  
  
.....  
.....

GENERAL INTERROGATORIES  
PART 1 - COMMON INTERROGATORIES

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes ( ) No (X)
- 10.2 If yes, indicate the amounts receivable from parent included in the Page 2 amount: \$ .....

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes ( ) No (X)
- 11.2 If yes, give full and complete information relating thereto:

.....

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ .....
13. Amount of real estate and mortgages held in short-term investments: \$ .....
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes ( ) No (X)
- 14.2 If yes, please complete the following:

	<sup>1</sup> Prior Year-End Book/ Adjusted Carrying Value	<sup>2</sup> Current Quarter Book/ Adjusted Carrying Value
14.21 Bonds .....	\$ .....	\$ .....
14.22 Preferred Stock .....	\$ .....	\$ .....
14.23 Common Stock .....	\$ .....	\$ .....
14.24 Short-Term Investments .....	\$ .....	\$ .....
14.25 Mortgage Loans or Real Estate .....	\$ .....	\$ .....
14.26 All Other .....	\$ .....	\$ .....
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Line 14.21 to Line 14.26) .....	\$ .....	\$ .....
14.28 Total Investment in Parent included in Line 14.21 to Line 14.26 above .....	\$ .....	\$ .....

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes ( ) No (X)
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes ( ) No ( )
- If no, attach a description with this statement.

16. For the reporting entity's security lending program, state the amount of the following as of current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 \$ .....
- 16.2 Total book adusted /carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 \$ .....
- 16.3 Total payable for securities lending reported on the liability page \$ .....

17. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes (X) No ( )

- 17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

<sup>1</sup> Name of Custodian (s)	<sup>2</sup> Custodian Address
---------------------------------------	-----------------------------------

UBS Financial Services, Inc ..... 1 City Center, 7th Floor, PO Box 7350, Portland, ME 04112-7350 .....

TD Bank, N.A. .... TDWealth, Institutional Trust, 1006 Astoria Boulevard, Cherry Hill, NJ 08034 .....

TD Private Client Wealth, LLC ..... PO Box 4007, Cherry Hill, NJ 08034 .....

- 17.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

<sup>1</sup> Name(s)	<sup>2</sup> Location(s)	<sup>3</sup> Complete Explanation(s)
-------------------------	-----------------------------	---

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes (X) No ( )
- 17.4 If yes, give full and complete information relating thereto:

<sup>1</sup> Old Custodian	<sup>2</sup> New Custodian	<sup>3</sup> Date of Change	<sup>4</sup> Reason
-------------------------------	-------------------------------	--------------------------------	------------------------

..... TD Private Client Wealth LLC ..... 09/19/2014 ..... New custodial account opened. ....

- 17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

<sup>1</sup> Central Registration Depository	<sup>2</sup> Name(s)	<sup>3</sup> Address
--	-------------------------	-------------------------

CRD # 4484518..... Edward Donohue, Vice Pres, Investment Advisor ... TD Private Client Group, One Portland Square, Portland, ME 04101.....

..... TD Private Client Wealth is the Broker/Dealer ..... 444 Madison Avenue, New York, NY 10022 .....

..... TD Asset Mgt is the mgr acting on behalf Brok ..... TD Canada Trust Tower, 161 Bay Street, 35th floor, Toronto, Ontario M5K2T2 .....

Persing LLC ..... Pershing LLC is the Central Regist Depository ..... One Pershing Plaza, Jersey City, NJ 07399 .....

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes (X) No ( )
- 18.2 If no, list exceptions:
- .....

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Martin's Point Generations, LLC

**GENERAL INTERROGATORIES**

**PART 2 - HEALTH INTERROGATORIES**

---

1.

Operating Percentages:
- 1.1

A&H loss percent

..... 97.0 %
- 1.2

A&H cost containment percent

..... 0.9 %
- 1.3

A&H expense percent excluding cost containment expenses

..... 8.6 %
- 2.1

Do you act as a custodian for health savings accounts?

Yes ( ) No (X)
- 2.2

If yes, please provide the amount of custodial funds held as of the reporting date.

\$.....
- 2.3

Do you act as an administrator for health savings accounts?

Yes ( ) No (X)
- 2.4

If yes, please provide the balance of the funds administered as of the reporting date.

\$.....

**Page 13**  
Schedule S - Ceded Reinsurance  
**NONE**

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

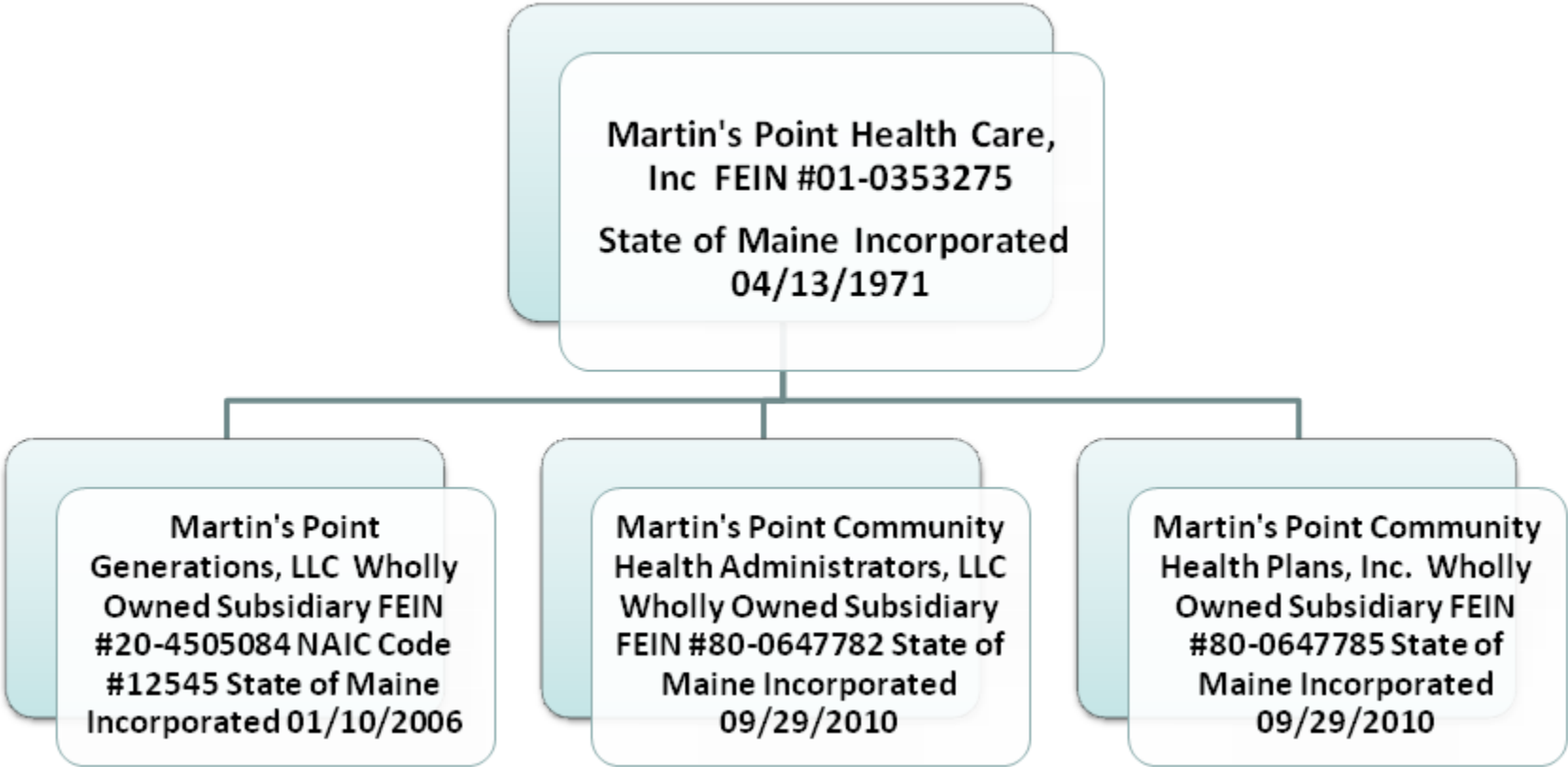
		1	Direct Business Only Year to Date							
			2	3	4	5	6	7	8	9
States, Etc.		Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Column 2 Through Column 7	Deposit-Type Contracts
1.	Alabama	AL N								
2.	Alaska	AK N								
3.	Arizona	AZ N								
4.	Arkansas	AR N								
5.	California	CA N								
6.	Colorado	CO N								
7.	Connecticut	CT N								
8.	Delaware	DE N								
9.	District of Columbia	DC N								
10.	Florida	FL N								
11.	Georgia	GA N								
12.	Hawaii	HI N								
13.	Idaho	ID N								
14.	Illinois	IL N								
15.	Indiana	IN N								
16.	Iowa	IA N								
17.	Kansas	KS N								
18.	Kentucky	KY N								
19.	Louisiana	LA N								
20.	Maine	ME L		166,383,364					166,383,364	
21.	Maryland	MD N								
22.	Massachusetts	MA N								
23.	Michigan	MI N								
24.	Minnesota	MN N								
25.	Mississippi	MS N								
26.	Missouri	MO N								
27.	Montana	MT N								
28.	Nebraska	NE N								
29.	Nevada	NV N								
30.	New Hampshire	NH L		3,712,819					3,712,819	
31.	New Jersey	NJ N								
32.	New Mexico	NM N								
33.	New York	NY N								
34.	North Carolina	NC N								
35.	North Dakota	ND N								
36.	Ohio	OH N								
37.	Oklahoma	OK N								
38.	Oregon	OR N								
39.	Pennsylvania	PA N								
40.	Rhode Island	RI N								
41.	South Carolina	SC N								
42.	South Dakota	SD N								
43.	Tennessee	TN N								
44.	Texas	TX N								
45.	Utah	UT N								
46.	Vermont	VT N								
47.	Virginia	VA N								
48.	Washington	WA N								
49.	West Virginia	WV N								
50.	Wisconsin	WI N								
51.	Wyoming	WY N								
52.	American Samoa	AS N								
53.	Guam	GU N								
54.	Puerto Rico	PR N								
55.	U.S. Virgin Islands	VI N								
56.	Northern Mariana Islands	MP N								
57.	Canada	CAN N								
58.	Aggregate Other Alien	OT X X X								
59.	Subtotal	X X X		170,096,183					170,096,183	
60.	Reporting entity contributions for Employee Benefit Plans	X X X								
61.	Total (Direct Business)	(a) 2		170,096,183					170,096,183	
DETAILS OF WRITE-INS										
58001.										
58002.										
58003.										
58998.	Summary of remaining write-ins for Line 58 from overflow page									
58999.	Total (Line 58001 through Line 58003 plus Line 58998) (Line 58 above)									

Active Status Codes (Column 1):  
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG  
(R) Registered - Non-domiciled RRGs  
(Q) Qualified - Qualified or Accredited Reinsurer  
(E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state  
(N) None of the above - Not allowed to write business in the state

(a) Insert the number of "L" responses except for Canada and Other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES  
OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies) /Person(s)	*
			01-0353275				Martin's Point Health Care, Inc.	ME	UDP	Martin's Point Health Care, Inc.	Board of Directors	100.000	Martin's Point Health Care, Inc.	
			80-0647782				Martin's Point Community Health Admin., LLC	ME	NIA	Martin's Point Health Care, Inc.	Board of Directors	100.000	Martin's Point Health Care, Inc.	
			80-0647785				Martin's Point Community Health Plans, Inc.	ME	IA	Martin's Point Health Care, Inc.	Board of Directors	100.000	Martin's Point Health Care, Inc.	
		12545	20-4505084				Martin's Point Generations, LLC	ME	RE	Martin's Point Health Care, Inc.	Board of Directors	100.000	Martin's Point Health Care, Inc.	

Asterisk	Explanation
----------	-------------

NONE

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATIONS and provide an explanation following the interrogatory questions.

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

RESPONSE  
NO

EXPLANATIONS:

BAR CODE:

Document Identifier 365:





SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December		
2. Cost of acquired:		
2.1. Actual cost at time of acquisition		
2.2. Additional investment made after ac		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/ac		
7. Deduct current year's other-than-temporal		
8. Deduct current year's depreciation		
9. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 minus		
Line 5 plus Line 6 minus Line 7 minus Line 8)		
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year To Date	Prior Year Ended December 31
1. Book value/recorded investment excluding		
2. Cost of acquired:		
2.1. Actual cost at time of acquisition		
2.2. Additional investment made after a		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and mort		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		
10. Deduct current year's other-than-temporary impairment recognized		
11. Book value/recorded investment excluding accrued interest at end of current period (Line 1 plus Line 2 plus		
Line 3 plus Line 4 plus Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 10)		
12. Total Valuation Allowance		
13. Subtotal (Line 11 plus Line 12)		
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)		

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December		
2. Cost of acquired:		
2.1. Actual cost at time of acquisition		
2.2. Additional investment made after a		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other-than-temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus		
Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 10)		
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year		
2. Cost of bonds and stocks acquired	29,204,296	
3. Accrual of discount		
4. Unrealized valuation increase (decrease)	(265,539)	
5. Total gain (loss) on disposals		
6. Deduct consideration for bonds and stocks disposed of		
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other-than-temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus		
Line 5 minus Line 6 minus Line 7 plus Line 8 minus Line 9)	28,938,757	
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	28,938,757	

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity  
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a) .....	611,382	41,666,065	110,000	(835)	610,375	611,382	42,166,612	611,144
2. NAIC 2 (a) .....								
3. NAIC 3 (a) .....								
4. NAIC 4 (a) .....								
5. NAIC 5 (a) .....								
6. NAIC 6 (a) .....								
7. Total Bonds .....	611,382	41,666,065	110,000	(835)	610,375	611,382	42,166,612	611,144
PREFERRED STOCK								
8. NAIC 1 .....								
9. NAIC 2 .....								
10. NAIC 3 .....								
11. NAIC 4 .....								
12. NAIC 5 .....								
13. NAIC 6 .....								
14. Total Preferred Stock .....								
15. Total Bonds and Preferred Stock .....	611,382	41,666,065	110,000	(835)	610,375	611,382	42,166,612	611,144

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:  
NAIC 1 \$.....; NAIC 2 \$.....; NAIC 3 \$.....; NAIC 4 \$.....; NAIC 5 \$.....; NAIC 6 \$.....

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999 .....	22,323,688	X X X	22,323,580	28	3,348

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book / adjusted carrying value, December 31 of prior year .....	611,143	610,575
2. Cost of short-term investments acquired .....	22,323,145	609,507
3. Accrual of discount .....	296	562
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....		499
6. Deduct consideration received on disposals .....	610,897	610,000
7. Deduct amortization of premium .....		
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other-than-temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Line 1 + Line 2 + Line 3 + Line 4 + Line 5 - Line 6 - Line 7 + Line 8 - Line 9) .....	22,323,687	611,143
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11) .....	22,323,687	611,143

**Page SI04**

Schedule DB, Part A, Verification  
**NONE**

Schedule DB, Part B, Verification  
**NONE**

**Page SI05**

Schedule DB, Pt. C, Section 1, Replicated (Synthetic Assets) Open  
**NONE**

**Page SI06**

Sch DB, Pt C, Sn 2, Replication (Syn Assets) Transactions Open  
**NONE**

**Page SI07**

Schedule DB, Verification  
**NONE**

**Page SI08**

Schedule E, Verification (Cash Equivalents)  
**NONE**

**Page E01**

Sch. A, Pt. 2, Real Estate Acquired  
**NONE**

Sch. A, Pt. 3, Real Estate Disposed  
**NONE**

**Page E02**

Schedule B, Part 2, Mortgage Loans Acquired  
**NONE**

Schedule B, Part 3, Mortgage Loans Disposed  
**NONE**

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1	2	Location		5	6	7	8	9	10	11	12	13
CUSIP Identification	Name or Description	3 City	4 State	Name of Vendor or General Partner	NAIC Designation	Date Originally Acquired	Type and Strategy	Actual Cost at Time of Acquisition	Additional Investment Made After Acquisition	Amount of Encumbrances	Commitment for Additional Investment	Percentage of Ownership

NONE

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED , Transferred or Repaid During the Current Quarter

1	2	Location		5	6	7	8	Change in Book/Adjusted Carrying Value						15	16	17	18	19	20
CUSIP Identification	Name or Description	3	4	Name of Purchaser or Nature of Disposal	Date Originally Acquired	Disposal Date	Book/Adjusted Carrying Value Less Encumbrances, Prior Year	9	10	11	12	13	14	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Consideration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Investment Income
		City	State					Unrealized Valuation Increase (Decrease)	Current Year's (Depreciation) or (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in B. /A. C. V. (9+10-11+12)	Total Foreign Exchange Change in B. /A. C. V.						

NONE

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U. S. Governments									
912828-NA-4	US TREASURY N/B		09/30/2014	TD Asset Management		3,322,765	3,145,000.00	41,663	1
912828-QJ-2	US TREASURY N/B		09/30/2014	TD Asset Management		3,040,862	2,965,000.00	5,744	1
912828-RM-4	US TREASURY N/B		09/30/2014	TD Asset Management		2,331,731	2,315,000.00	9,814	1
912828-TT-7	US TREASURY N/B		09/30/2014	TD Asset Management		2,368,048	2,365,000.00	2,762	1
0599999	Subtotal - Bonds - U. S. Governments					11,063,406	10,790,000.00	59,982	
Bonds - All Other Governments									
683234-DP-0	ONTARIO (PROVINCE OF)	I	09/30/2014	TD Asset Management		609,984	600,000.00	320	1FE
1099999	Subtotal - Bonds - All Other Governments					609,984	600,000.00	320	
Bonds - U. S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions									
3134A4-VG-6	FREDDIE MAC		09/30/2014	TD Asset Management		1,734,711	1,650,000.00	29,608	1
3135G0-BA-0	FANNIE MAE		09/30/2014	TD Asset Management		612,505	595,000.00	6,752	1
3199999	Subtotal - Bonds - U. S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions					2,347,216	2,245,000.00	36,360	
Bonds - Industrial and Miscellaneous (Unaffiliated)									
00206R-BC-5	AT&T INC		09/30/2014	TD Asset Management		433,668	430,000.00	917	1FE
055451-AP-3	BHP BILLITON FIN USA LTD	R	09/30/2014	TD Asset Management		217,844	215,000.00	378	1FE
07330N-AC-9	BRANCH BANKING & TRUST		09/30/2014	TD Asset Management		646,323	640,000.00		1FE
191216-AU-4	COCA-COLA CO/THE		09/30/2014	TD Asset Management		439,391	430,000.00	688	1FE
20030N-AL-5	COMCAST CORP		09/30/2014	TD Asset Management		413,563	385,000.00	1,136	1FE
437076-AP-7	HOME DEPOT INC		09/30/2014	TD Asset Management		410,757	385,000.00	1,848	1FE
46623E-JY-6	JPMORGAN CHASE & CO		09/30/2014	TD Asset Management		644,355	645,000.00	1,161	1FE
78008S-D8-6	ROYAL BANK OF CANADA	I	09/30/2014	TD Asset Management		646,116	645,000.00	381	1FE
90331H-MC-4	US BANK NA CINCINNATI		09/30/2014	TD Asset Management		474,967	475,000.00	914	1FE
931142-CX-9	WAL-MART STORES INC		09/30/2014	TD Asset Management		217,520	215,000.00	1,415	1FE
931142-DC-4	WAL-MART STORES INC		09/30/2014	TD Asset Management		439,918	425,000.00	5,553	1FE
94974B-EZ-9	WELLS FARGO & COMPANY		09/30/2014	TD Asset Management		837,896	810,000.00	6,379	1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					5,822,318	5,700,000.00	20,771	
8399997	Subtotal - Bonds - Part 3					19,842,924	19,335,000.00	117,433	
8399999	Subtotal - Bonds					19,842,924	19,335,000.00	117,433	
Common Stocks - Mutual Funds									
921909-81-8	VANGUARD TOT INT ST IDX-ADM		09/23/2014	Unknown	97,229.170	2,814,218			L
922042-84-1	VANGUARD EM MKT STK INDX-ADM		09/23/2014	Unknown	37,501.666	1,413,733			L
922908-80-1	VANGUARD TOT STK MKT IND-INS		09/23/2014	Unknown	99,680.156	5,022,524			L
9299999	Subtotal - Common Stocks - Mutual Funds					9,250,475			
Common Stocks - Money Market Mutual Funds									
90262H-16-3	UBS SELECT PRIME CAPITAL		09/02/2014	Direct	110,000.630	110,001			L
9399999	Subtotal - Common Stocks - Money Market Mutual Funds					110,001			
9799997	Subtotal - Common Stocks - Part 3					9,360,475			
9799999	Subtotal - Common Stocks					9,360,475			
9899999	Subtotal - Preferred and Common Stocks					9,360,475			
(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues									

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
9999999 - TOTALS .....						29,203,399		117,433	.....

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of  
by the Company During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identifi- cation	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amort- ization)/ Accretion	Current Year's Other- Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designa- tion or Market Indi- cator (a)

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues .....



**Page E06**

Schedule DB, Part A, Section 1  
**NONE**

Description of Hedged Risk (s)  
**NONE**

Financial or Economic Impact of the Hedge  
**NONE**

**Page E07**

Schedule DB, Part B, Section 1  
**NONE**

Schedule DB, Part B, Section 1, Broker Name  
**NONE**

Schedule DB, Part B, Description of Hedged Risk (s)  
**NONE**

Schedule DB, Part B, Financial or Economic Impact of the Hedge  
**NONE**

**Page E08**

Schedule DB, Part D, Section 1  
**NONE**

**Page E09**

Schedule DB, Part D, Section 2, By Reporting Entity  
**NONE**

Schedule DB, Part D, Section 2, To Reporting Entity  
**NONE**

**Page E10**

Schedule DL, Part 1  
**NONE**

**Page E11**

Schedule DL, Part 2  
**NONE**

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
		Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	6	7	8	*
Name	Location and Supplemental Information					First Month	Second Month	Third Month	
Open Depositories									
TD Bank	Portland, ME		0.001	5,318		38,076,512	30,844,981	14,129,433	
CCYUSD	UBS Financial Services, Portland, ME					110,000			
0199999 - TOTAL - Open Depositories				5,318		38,186,512	30,844,981	14,129,433	
0399999 - TOTAL Cash on Deposit				5,318		38,186,512	30,844,981	14,129,433	
0599999 - TOTALS				5,318		38,186,512	30,844,981	14,129,433	

**Page E13**  
Schedule E, Part 2, Cash Equivalents  
**NONE**